

**IN THE UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE**

<i>In re</i>	:	Chapter 11
	:	Case No. 01-01139 (JKF)
W. R. GRACE and CO., <i>et al.</i> ¹ ,	:	(Jointly Administered)
	:	
Debtors.	:	Objection Deadline: <i>May 31, 2005</i>
	:	Hearing Date: TBD, if necessary

**FEE DETAIL FOR PITNEY HARDIN LLP'S
FORTY-SIXTH INTERIM FEE APPLICATION FOR THE PERIOD
FROM FEBRUARY 1, 2005 THROUGH FEBRUARY 28, 2005**

¹ The Debtors consist of the following 62 entities: W. R. Grace and Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace and Co.-Conn., A-1 Bit and Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., EandC Liquidating Corp., Emerson and Cuming, Inc.), Southern Oil, Resin and Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

EXHIBIT A

EXHIBIT A**FEES FOR THE FEE PERIOD FEBRUARY 1, 2004 THROUGH FEBRUARY 28, 2005**

Client: 082910 W.R. GRACE & CO.

Matter: 065656 Weja, Inc.

01/31/05 4	Address case issues. W. Hatfield	0.2	67.00
02/01/05 15	Address strategy issues. W. Hatfield	0.2	67.00
02/01/05 15	Telephone conferences with Suffolk Co. Sheriff and Essex Co. Sheriff regarding service of documents J. Borg	0.3	90.00
02/03/05 15	Address appeal issues. W. Hatfield	0.4	134.00
02/03/05 4	Address settlement posture. R. Rose	0.1	42.50
02/03/05 15	Receipt and review of correspondence from Biehl. R. Gottilla	0.3	109.50
02/03/05 15	Telephone conversation with F. Biehl regarding delay in receipt of insurance funds and requesting 2 week adjournment of discovery hearing. R. Gottilla	0.3	109.50
02/03/05 15	Telephone conference with Suffolk Co. Sheriff re: adjournment of discovery hearing. J. Borg	0.1	30.00
02/03/05 15	Numerous telephone conferences with Essex Co. Sheriff regarding adjournment of discovery hearing. J. Borg	0.2	60.00
02/03/05 15	Multiple telephone conferences with J. Rodriguez re: adjournment. J. Borg	0.2	60.00
02/03/05 15	Preparation of correspondence to J. Rodriguez re: adjournment of discovery hearing. J. Borg	0.2	60.00
02/03/05	Review/Analysis correspondence from J. Rodriguez re: updated search.		

15	J. Borg	0.2	60.00
02/04/05	Call with Shell counsel on case issues and address potential for settlement.		
15	W. Hatfield	0.5	167.50
02/07/05	Numerous telephone conferences with Essex County Sheriff re: service and numerous telephone conferences with Suffolk County Sheriff re: Lienor's List.		
15	J. Borg	0.5	150.00
02/08/05	Telephone conversation with F. Biehl regarding receipt of additional payment from insurance company.		
15	R. Gottilla	0.2	73.00
02/09/05	Address case issues on potential settlement with Shell and other defendants.		
4	W. Hatfield	1.1	368.50
02/09/05	Prepare settlement strategy with W. Hatfield, including review of legal and factual argument for settlement discussions.		
4	F. Stella	1.0	260.00
02/10/05	Address settlement issues.		
4	W. Hatfield	0.5	167.50
02/10/05	Telephone Sunoco counsel concerning settlement proposal.		
4	R. Rose	0.3	127.50
02/10/05	Call to C. Miller regarding potential settlement.		
4	F. Stella	0.3	78.00
02/11/05	Receipt and review of letter from F. Biehl forwarding an additional insurance check towards payment of judgment.		
15	R. Gottilla	0.3	109.50
02/12/05	Attend to Tiech issues on payment.		
15	W. Hatfield	0.2	67.00
02/15/05	Address Tiech and settlement issues.		
15	W. Hatfield	0.4	134.00
02/15/05	Correspondence to F. Biehl acknowledging receipt of payment and advising of balance due and further adjournment of discovery hearing.		
15	R. Gottilla	0.5	182.50
02/16/05	Address letter to Biehl on Tiech payments.		
15	W. Hatfield	0.2	67.00

02/16/05	Telephone conversation with F. Biehl regarding final insurance payment and questioning balance due on judgment and interest calculation.		
15	R. Gottilla	0.2	73.00
02/17/05	Address settlement issues and call with clients on strategy.		
15	W. Hatfield	1.0	335.00
02/17/05	Telephone Richard's counsel with settlement proposal.		
4	R. Rose	0.2	85.00
02/17/05	Attend to authority to offer limited indemnity to defendants.		
4	R. Rose	0.1	42.50
02/18/05	Address briefing schedule and defendants' request for consent on extension and letter on same.		
15	W. Hatfield	0.5	167.50
02/18/05	Attention letter from Richard's counsel concerning extension.		
4	R. Rose	0.1	42.50
02/18/05	Telephone message to Sunoco counsel concerning limited indemnity.		
4	R. Rose	0.1	42.50
02/18/05	Discuss Weja's extension of time to file brief.		
4	R. Rose	0.1	42.50
02/18/05	Call with court to confirm submission of certain deposition pages.		
4	F. Stella	0.2	52.00
02/21/05	Address site remedial issues and new developments.		
15	W. Hatfield	0.6	201.00
02/22/05	Telephone from M. Mezzaca concerning extension of time.		
4	R. Rose	0.1	42.50
02/22/05	Call with Shell defense counsel.		
15	W. Hatfield	0.2	67.00
02/22/05	Receipt and review of letter from Biehl enclosing additional payment to be applied towards accrued interest on Teich judgment.		
15	R. Gottilla	0.3	109.50
02/23/05	Address potential settlement issues and draft agreement.		
15	W. Hatfield	0.9	301.50

02/23/05	Review correspondence.		
15	W. Hatfield	0.2	67.00

FEE SUMMARY - SORTED BY TIMEKEEPER

<u>Timekeeper</u>	<u>TASK</u> <u>CODE</u>	<u>HOURS</u>	<u>RATE</u>	<u>FEE</u>
R. Rose	4	1.1	425.00	467.50
R. Gottilla	15	2.1	365.00	766.50
W. Hatfield	4	1.8	335.00	603.00
	15	5.3	335.00	1,775.50
J. Borg	15	1.7	300.00	510.00
F. Stella	4	1.5	260.00	390.00
	TOTAL	13.5		4,512.50

Client: 082910 W.R. GRACE & CO.

Matter: 095992 Chapter 11 Administration

02/01/05	Review and revise Pitney Hardin's December, 2004 fee application.		
11	S. Zuber	0.3	112.50
02/01/05	Review memorandum from J. McFarland and attached list of questions from unsecured creditors committee, and respond to same.		
15	M. Waller	0.3	112.50
02/01/05	Follow up with J. McFarland regarding conference call with unsecured creditors' committee regarding CNA settlement and changes in scheduling.		
15	M. Waller	0.3	112.50
02/01/05	Follow up with A. Marchetta regarding conference call with unsecured creditors' committee regarding CNA settlement.		
15	M. Waller	0.3	112.50
02/02/05	Follow up with J. McFarland and A. Marchetta regarding conference call with unsecured creditors' committee regarding CNA settlement.		
15	M. Waller	0.2	75.00
02/03/05	Draft e-mail memorandum to J. Baer regarding follow up with CNA regarding production of settlement agreement and review response to same.		
15	M. Waller	0.2	75.00
02/03/05	Draft follow up e-mail memorandum to J. Baer regarding follow up with CNA and receive response from J. Baer regarding conditions for disclosure of settlement agreement to creditors committee.		
15	M. Waller	0.2	75.00

02/03/05	Review e-mail from J. Posner regarding discovery sought regarding CNA settlement and follow up e-mail to A. Marchetta regarding same.		
15	M. Waller	0.2	75.00
02/03/05	Follow up regarding conference call with client regarding approval of settlement.		
4	A. Marchetta	0.3	157.50
02/03/05	Follow up regarding issues on settlement approval.		
4	A. Marchetta	0.3	157.50
02/04/05	Telephone conference with CNA counsel regarding disclosure of settlement agreement pursuant to request by creditors' committee.		
15	M. Waller	0.2	75.00
02/04/05	Review e-mail from J. McFarland regarding telephone conference with bankruptcy creditors' committee regarding CNA settlement agreement and respond to same.		
15	M. Waller	0.2	75.00
02/08/05	Revised December 2004 fee application and attention to sending same to be filed.		
11	K. Jasket	0.8	188.00
02/08/05	Receipt and review of CNO for November 2004 and forwarded same to A. Marchetta and S. Zuber.		
11	K. Jasket	0.2	47.00
02/09/05	Follow up with J. MacFarland and A. Marchetta regarding conference call with creditor committee concerning CNA settlement agreement.		
15	M. Waller	0.1	37.50
02/09/05	Draft e-mail to J. Posner forwarding draft memorandum regarding analysis of coverage.		
15	M. Waller	0.2	75.00
02/09/05	Drafted Quarterly fee application for the 15th Interim Period.		
11	K. Jasket	2.5	587.50
02/10/05	Prepare for and conference call with attorneys on Chapter 11 regarding settlement, including follow up regarding same.		
4	A. Marchetta	2.0	1,050.00
02/10/05	Prepare for conference call with A. Marchetta, client and creditors' committee.		
15	M. Waller	0.5	187.50

02/10/05	Work with S. Parker regarding materials required for conference call with creditors committee.		
15	M. Waller	0.4	150.00
02/10/05	Conference with A. Marchetta in preparation for call with client and creditors' committee regarding settlement with CNA.		
15	M. Waller	0.4	150.00
02/10/05	Conference call with A. Marchetta to J. Posner, F. Zaremby, and J. McFarland in preparation for call with creditors' committee regarding settlement with CNA.		
15	M. Waller	0.5	187.50
02/10/05	Participate in conference call with A. Marchetta, J. Posner, F. Zaremby, and J. McFarland to counsel for creditors committee re: settlement with CNA.		
15	M. Waller	1.6	600.00
02/10/05	Worked with M. Waller regarding documents needed in preparation for conference with creditors' committee.		
4	S. Parker	0.4	50.00
02/10/05	Conducted database searches and reviewed file documents regarding compilation of documents needed by M. Waller re: conference with creditors' committee.		
4	S. Parker	0.3	37.50
02/14/05	Receive e-mail memorandum from J. Posner attaching memo from creditor's committee requesting additional information.		
15	M. Waller	0.1	37.50
02/14/05	Telephone conference with J. Posner and J. McFarland regarding additional questions from creditor's committee.		
15	M. Waller	0.4	150.00
02/15/05	Review and revise PH's fee application for October - December, 2004.		
11	S. Zuber	0.3	112.50
02/16/05	Follow up regarding conference on settlement.		
4	A. Marchetta	0.4	210.00
02/16/05	Review e-mail from J. Baer regarding conference call with various creditors' committees regarding CNA settlement and follow up with J. Posner and A. Marchetta regarding conference call prior to call with creditors' committees.		
15	M. Waller	0.2	75.00

02/17/05	Preparation for and conference call with committees regarding agreement and follow up regarding same.		
4	A. Marchetta	1.2	630.00
02/17/05	Prepare for conference call with creditors' committees re: CNA settlement.		
15	M. Waller	0.4	150.00
02/17/05	Participate in call with creditors' committees regarding CNA settlement with A. Marchetta, J. Posner, F. Zaremby and J. McFarland.		
15	M. Waller	1.1	412.50
02/17/05	Confer with S. Parker regarding preparation of pleadings from NY coverage case to send to creditor's committee.		
15	M. Waller	0.2	75.00
02/17/05	Follow up with S. Parker regarding materials requested by creditors' committee and review same from S. Parker.		
15	M. Waller	0.2	75.00
02/17/05	Draft e-mail to creditors' committee regarding pleadings adding sites/claims to the coverage litigation.		
15	M. Waller	0.2	75.00
02/17/05	Review e-mail request for information from J. Posner and working with B. Moffitt to prepare and forward same.		
15	M. Waller	0.4	150.00
02/17/05	Work with S. Parker regarding compile and organize documents for attorney review regarding sites in the Superfund litigation.		
4	D. Florence	0.6	69.00
02/17/05	Worked with D. Florence, conducted database searches and reviewed file documents regarding compilation of documents requested by M. Waller regarding transmittal to creditors' committee members		
4	S. Parker	0.7	87.50
02/17/05	Created electronic versions of documents requested by M. Waller regarding transmittal to creditors' committee members.		
4	S. Parker	0.3	37.50
02/18/05	Revised quarterly fee application for the 15th interim period and attention to sending same to D. Carickhoff for service and filing.		
11	K. Jasket	0.5	117.50
02/24/05	Receive telephone call from J. Posner regarding disclosure regarding		

	settlement of two NY coverage actions.		
15	M. Waller	0.2	75.00

FEE SUMMARY - SORTED BY TIMEKEEPER

<u>Timekeeper</u>	<u>TASK CODE</u>	<u>HOURS</u>	<u>RATE</u>	<u>FEE</u>
A. Marchetta	4	4.2	525.00	2,205.00
M. Waller	15	9.2	375.00	3,450.00
S. Zuber	11	0.6	375.00	225.00
K. Jasket	11	4.0	235.00	940.00
D. Florence	4	0.6	115.00	69.00
S. Parker	4	1.7	125.00	212.50
	TOTAL	20.3		7,101.50

Client: 082910 W.R. GRACE & CO.

Matter: 113203 Insurance Investigation

02/01/05	Reviewing and analyzing policies, insurance settlements, and insurance coverage chart and drafting memorandum analyzing same.
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15	M. Waller	5.8	2,175.00
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02/02/05	Reviewing and analyzing policies, insurance settlements, and insurance coverage chart and drafting memorandum analyzing same.
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15	M. Waller	6.9	2,587.50
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02/02/05	Draft memorandum to F. Zaremby and J. Posner regarding settlement agreements and follow up telephone conference with same.
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15	M. Waller	0.3	112.50
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02/03/05	Review memorandum regarding allocation under New York law in connection with coverage for Libby claims.
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15	M. Waller	0.4	150.00
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02/03/05	Reviewing policies and settlement agreements and drafting memorandum analyzing coverage available for Libby claims.
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15	M. Waller	4.5	1,687.50
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02/03/05	Research and drafting memorandum regarding allocation of insurance claims under New York law.
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15	S. Morley	5.7	1,083.00
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02/04/05	Reviewing policies and settlement agreements and drafting memorandum analyzing coverage available for Libby claims.
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15	M. Waller	4.4	1,650.00
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02/04/05	Telephone conference with J. Posner regarding coverage available under insurance policies for Libby claims.		
15	M. Waller	0.3	112.50
02/04/05	Assist M. Waller regarding request for PEIC Settlement Agreement.		
4	D. Florence	0.4	46.00
02/06/05	Reviewing policies and settlement agreements and drafting memorandum analyzing coverage available for Libby claims.		
15	M. Waller	5.1	1,912.50
02/07/05	Analyzing settlement agreements, policies, and policy charts and drafting additions and revisions to memorandum analyzing coverage for Libby Property Damage Claims.		
15	M. Waller	8.1	3,037.50
02/08/05	Follow up regarding insurance analysis memo to client.		
4	A. Marchetta	0.1	52.50
02/08/05	Analyzing settlement agreements, policies, and policy charts and drafting additions and revisions to memorandum analyzing coverage for Libby Property Damage Claims.		
15	M. Waller	5.7	2,137.50
02/08/05	Confer with A. Stahl regarding research regarding products claims.		
15	M. Waller	0.3	112.50
02/08/05	Review research re: products claims and including same in memorandum analyzing insurance coverage for Libby Property Damage Claims.		
15	M. Waller	1.2	450.00
02/08/05	Analyzing allocation case law and developing allocation illustration for analysis of coverage available for Libby Property Damage Claims.		
15	M. Waller	1.3	487.50
02/08/05	Discussion with M. Waller, and conducted case law research regarding how New York courts interpret the phrase "product" in insurance contracts.		
15	A. Stahl	1.9	361.00
02/08/05	Worked with M. Waller regarding documents needed to prepare memo on insurance coverage for Libby claims.		
4	S. Parker	0.2	25.00
02/08/05	Conducted database searches and reviewed file documents regarding documents needed by M. Waller in order to prepare memo on insurance coverage for Libby claims.		

4	S. Parker	0.3	37.50
02/09/05	Preparing illustration of allocation of liability in connection with Libby Property Damage Claims.		
15	M. Waller	1.1	412.50
02/09/05	Confer with S. Morley re: legal research regarding products coverage.		
15	M. Waller	0.3	112.50
02/09/05	Analyzing settlement agreements, policies, and policy charts and drafting additions and revisions to memorandum analyzing coverage for Libby Property Damage Claims.		
15	M. Waller	4.7	1,762.50
02/09/05	Research of case law regarding definition of product vs. waste or byproduct as used in insurance policy.		
15	S. Morley	2.7	513.00
02/10/05	Confer with J. Posner regarding additions and revisions to insurance analysis regarding Libby property damage claims.		
15	M. Waller	0.4	150.00
02/10/05	Confer with S. Morley re: research re: allocation and legal issues to include in memorandum regarding coverage for Libby property damage claims.		
15	M. Waller	0.6	225.00
02/10/05	Review research re: allocation and legal issues and drafting additions and revisions to memorandum re: coverage for Libby property damage claims.		
15	M. Waller	1.8	675.00
02/10/05	Draft follow up memorandum to A. Marchetta regarding insurance analysis concerning availability of coverage for Libby property damage claims.		
15	M. Waller	0.5	187.50
02/10/05	Research of Florida and Montana law regarding method of allocation of insurance coverage.		
15	S. Morley	1.3	247.00
02/10/05	Worked with M. Waller regarding revisions to legal analysis within insurance memorandum.		
15	S. Morley	0.8	152.00
02/11/05	Follow up with M. Waller regarding memo insurance coverage investigation and issues regarding same.		
4	A. Marchetta	0.4	210.00

02/11/05	Telephone conference with J. Posner regarding clarifications to insurance analysis memorandum and follow up with A. Marchetta regarding same.		
15	M. Waller	0.4	150.00
02/14/05	Reviewing additional case law and drafting additions and revisions to insurance research memorandum and draft follow up memorandum to J. Posner regarding same.		
15	M. Waller	3.9	1,462.50
02/15/05	Review follow up memorandum from J. Posner regarding revised memorandum and follow up with A. Marchetta.		
15	M. Waller	0.2	75.00

FEE SUMMARY - SORTED BY TIMEKEEPER

<u>Timekeeper</u>	<u>TASK CODE</u>	<u>HOURS</u>	<u>RATE</u>	<u>FEE</u>
A. Marchetta	4	0.5	525.00	262.50
M. Waller	15	58.2	375.00	21,825.00
S. Morley	15	10.5	190.00	1,995.00
A. Stahl	15	1.9	190.00	361.00
D. Florence	4	0.4	115.00	46.00
S. Parker	4	0.5	125.00	62.50
	TOTAL	72.0		24,552.00

Client: 030423 GLOUCESTER NEW COMMUNITIES CO
Matter: 066958 Landfill Closure Issues (Gloucester)

01/31/05	Attend to memo to clients on Pennoni report and DEP status.		
4	W. Hatfield	0.4	134.00
02/09/05	Call with A. Nagy on closure status with DEP.		
4	W. Hatfield	0.2	67.00

FEE SUMMARY - SORTED BY TIMEKEEPER

<u>Timekeeper</u>	<u>TASK CODE</u>	<u>HOURS</u>	<u>RATE</u>	<u>FEE</u>
W. Hatfield	4	0.6	335.00	201.00
	TOTAL	0.6		201.00

Client: 082913 W.R. GRACE & CO.\INSURANCE CO
Matter: 000009 NY Superfund Action

02/02/05	Review questions from M. Shelnitz regarding summary of insurance		
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15	matters for disclosure. M. Waller	0.1	37.50
02/02/05	Telephone conference with J. Posner regarding questions from M. Shelnitz regarding summary of insurance matters for disclosure, and review e-mail from J. Posner to M. Shelnitz regarding same.		
15	M. Waller	0.4	150.00

FEE SUMMARY - SORTED BY TIMEKEEPER

<u>Timekeeper</u>	<u>TASK</u> <u>CODE</u>	<u>HOURS</u>	<u>RATE</u>	<u>FEE</u>
M. Waller	15	0.5	375.00	187.50
	TOTAL	0.5		187.50

Client: 082910 W.R. GRACE & CO.

Matter: 102292 Tahari, Ltd.

02/25/05	Draft correspondence to V. Finkelstein regarding new discovery schedule		
15	B. Benjamin	0.2	78.00
02/25/05	Attendance at Compliance Conference before Justice Tolub, NY Supreme		
15	B. Benjamin	3.3	1,287.00
02/26/05	Telephone call with B. Benjamin and follow up regarding discovery.		
4	A. Marchetta	0.2	105.00
02/28/05	Draft Litigation/Discovery and strategy memorandum		
15	B. Benjamin	1.4	546.00
02/28/05	Telephone call with B. Benjamin and follow up regarding needed discovery in case.		
4	A. Marchetta	0.4	210.00

FEE SUMMARY - SORTED BY TIMEKEEPER

<u>Timekeeper</u>	<u>TASK</u> <u>CODE</u>	<u>HOURS</u>	<u>RATE</u>	<u>FEE</u>
A. Marchetta	4	0.6	525.00	315.00
B. Benjamin	15	4.9	390.00	1,911.00
	TOTAL	5.5		2,226.00